

## APPENDIX.

## REVISED STATUTES OF NEW JERSEY 1938, TITLE 14:

## SECTION 14-11-2

## CORPORATIONS GENERAL

## Chapter II. Amendments, Changes or Alterations

14:11-2. Procedure. The board of directors shall pass a resolution declaring that such amendment, change or alteration is advisable and calling a meeting of the stockholders to take action thereon. The meeting shall be held upon such notice as the by-laws provide, and in the absence of such provision, upon ten days' notice given personally or by mail.

If two-thirds in interest of each class of stockholders having voting powers shall vote in favor of such amendment, change or alteration, the corporation shall make a certificate thereof under its seal and the hands of its president or vice president and secretary or assistant secretary, which certificate shall be acknowledged or proved as in the case of deeds of real estate, and shall be filed in the office of the secretary of state.

Thereupon the certificate of incorporation shall be deemed to be amended accordingly, except that such certificate of amendment, change or alteration shall contain only such provision as it would be lawful to insert in an original certificate of incorporation made at the time of making such amendment, change or alteration.

The certificate of the secretary of state that such certificate has been filed in his office shall be taken and accepted as evidence of such amendment, change or alteration, in all courts and places.

